

GRUPO FINANCIERO BANORTE, S.A.B. DE C.V.

SUMMARY OF RESOLUTIONS APPROVED BY THE EXTRAORDINARY GENERAL SHAREHOLDERS' MEETING OF GRUPO FINANCIERO BANORTE, S.A.B. DE C.V., HELD ON JULY 4, 2014.

Shares Represented: 2,583,384,995 Series "O" shares, representing 93.13% of a total of 2,773'729,563, subscribed and paid shares of the Company's capital.

FIRST: It was approved to modify Article Second of the Corporate By-laws of the Company, to be worded as follows:

"ARTICLE SECOND: EQUITY SHAREHOLDINGS. Under the terms of Article 22 of the Law Regulating Financial Groups, the Company holds equity stakes in the following financial institutions:

1. Banco Mercantil del Norte, S.A., Institución de Banca Múltiple, Grupo Financiero Banorte.
2. Arrendadora y Factor Banorte, S.A. de C.V., Sociedad Financiera de Objeto Múltiple, Entidad Regulada, Grupo Financiero Banorte.
3. Almacenadora Banorte, S.A. de C.V., Organización Auxiliar del Crédito, Grupo Financiero Banorte.
4. Pensiones Banorte, S.A. de C.V., Grupo Financiero Banorte.
5. Seguros Banorte, S.A. de C.V., Grupo Financiero Banorte.
6. Casa De Bolsa Banorte Ixe, S.A. de C.V., Grupo Financiero Banorte.
7. Operadora de Fondos Banorte Ixe, S.A. de C.V., Sociedad Operadora de Sociedades de Inversión, Grupo Financiero Banorte.
8. Sólida Administradora de Portafolios, S.A. de C.V., Sociedad Financiera de Objeto Múltiple, Entidad Regulada, Grupo Financiero Banorte.

Upon authorization from the Ministry of Finance and Public Credit, the Company may have equity participation in other financial institutions or companies that provide complementary or auxiliary services to one or more of the group's financial institutions or the Company itself, as well as other companies authorized by the Ministry of Finance and Public Credit through general dispositions."

SECOND: It was authorized to subscribe the new Agreement of Shared Responsibilities with the new legal denominations for Pensiones Banorte, S.A. de C.V., Grupo Financiero Banorte and Seguros Banorte, S.A. de C.V., Grupo Financiero Banorte.

THIRD: The reform approved for Article Second of the By-laws and the subscription of a new Shared Responsibilities Agreement, are subject to the approval by the Ministry of Finance and Public Credit, in terms of Article 20 of the Law Regulating Financial Groups. It is understood that designated Delegates of this Assembly may adjust or modify such resolutions and related documents if the formerly mentioned authority requests so, as well as any other authority, such as the National Banking and Securities Commission.

FOURTH: It was approved that the Company notifies if necessary, including the National Banking and Securities Commission, with regards to the previous resolutions and the proper execution of entries in the Company's books and the exchange of shares representing Company's equity in the S.D. Indeval Institucion para el Deposito de Valores, S.A. de C.V. (Central Securities' Depository).

FIFTH: It was approved to modify the Company's By-laws.

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SIXTH: It was authorized to subscribe the new Shared Responsibilities Agreement to comply with the Financial Reform.

SEVENTH: In consequence of the foregoing, and based on article 140 of the General Business Corporations Law, it was approved to proceed with the total exchange of shares representing Company's equity, so these comply with the requirements set forth in Article Eleventh of the Company's By-laws:

EIGHTH: Resolutions of the second item on the Agenda, are subject to obtaining the authorizations which, in terms of article 20 of the Law Regulating Financial Groups and of fraction III, of the Transitional Article Fifty Second of the Decree whereby various provisions in financial matters are reformed, added and repealed and to the issuance of the Law Regulating Financial Groups published in the Official Gazette (Diario Oficial de la Federacion) on January 10, 2014, must be obtained from the regulatory authorities, understanding that the Delegates designated in this Assembly may carry out adjustments or modifications to those resolutions requested by the aforementioned authorities.

NINTH: Designation of Special Delegates in this Assembly.

The resolutions were passed by majority vote, as shown in the following table:

Management Proposals	Vote	No. of Shares	Percentage of the shares represented in the Shareholders' Meeting	Percentage of total shareholders' equity
I. Approval of changes to Article Second of the Corporate By-laws of the Company, in order to modify the legal denomination of Seguros Banorte Generali, S.A. de C.V., Grupo Financiero Banorte, and Pensiones Banorte Generali, S.A. de C.V., Grupo Financiero Banorte, to Seguros Banorte, S.A. de C.V., Grupo Financiero Banorte and Pensiones Banorte, S.A. de C.V., Grupo Financiero Banorte, respectively, and as a result, authorization to subscribe a new Agreement of Shared Responsibilities.	In Favor	1,924,894,647	74.5%	69.4%
	Abstain & Against	658,490,348	25.5%	23.7%
II. Approval to reform the Company's By-laws in order to adapt them to the Decree whereby various provisions in financial matters are reformed, added and repealed, and to the issuance of the Law Regulating Financial Groups published in the Official Gazette (Diario Oficial de la Federacion) on January 10, 2014, and as a result, authorization to subscribe a new Agreement of Shared Responsibilities; furthermore, to approve the total exchange of shares representing company's equity, so these comply with the requirements set forth in Article Eleventh of the By-laws.	In Favor	1,919,368,099	74.3%	69.2%
	Abstain & Against	664,016,896	25.7%	23.9%

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Management Proposals	Vote	No. of Shares	Percentage of the shares represented in the Shareholders' Meeting	Percentage of total shareholders' equity
III.- Designation of delegate(s) to formalize and execute, if the case, the resolutions passed by the Assembly.	In Favor	1,938,767,066	75.0%	69.9%
	Abstain & Against	644,617,929	25.0%	23.2%